

UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS

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NEW ENGLAND CARPENTERS HEALTH  
BENEFITS FUND, PIRELLI ARMSTRONG  
RETIREE MEDICAL BENEFITS TRUST,  
TEAMSTERS HEALTH & WELFARE FUND  
OF PHILADELPHIA AND VICINITY, and  
PHILADELPHIA FEDERATION OF  
TEACHERS HEALTH AND WELFARE FUND,

Plaintiffs,

v.

FIRST DATABANK, INC., a Missouri  
Corporation; and McKESSON CORPORATION,  
a Delaware Corporation,

Defendants

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Case No. 1:05-CV-11148-PBS

**MOTION FOR LEAVE TO FILE UNDER SEAL**

Plaintiffs, by their attorneys, respectfully move this Court for leave to file under seal the following pleadings and other materials: (1) Plaintiffs' Memorandum in Support of Plaintiffs' Motion for Class Certification; (2) Declaration of Steve W. Berman in Support of Plaintiffs' Motion for Class Certification and Motion for Leave to File First Amended Complaint; (3) Plaintiffs' Memorandum in Support of Motion for Leave to File First Amended Complaint; and (4) First Amended Complaint.

The foregoing items include or reference copies of documents and/or excerpts from documents that certain defendants have identified as "CONFIDENTIAL" or "HIGHLY CONFIDENTIAL" pursuant to the terms of the April 11, 2005 Protective Order. Also, the foregoing items reference information contained in documents designated by certain defendants

as “CONFIDENTIAL” or “HIGHLY CONFIDENTIAL.” In addition, the foregoing items not only quote extensively from and/or attach documents that certain defendants have designated as “CONFIDENTIAL” or “HIGHLY CONFIDENTIAL,” but also they include references to pricing data that defendants likely believe to be highly proprietary in nature.

Paragraph 14 of the Protective Order mandates that any document or pleading containing material such as that referenced above be filed under seal. Plaintiffs hereby seek to comply with the terms of the Protective Order.

WHEREFORE, Plaintiffs respectfully request that this Court grant them leave to file the foregoing listed materials under seal.

DATED: July 17, 2006

By /s/ Steve W. Berman

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**CERTIFICATE OF SERVICE**

I hereby certify that a true copy of the above document was served upon the attorney of record for each other party through the Court's electronic filing service on July 17, 2006.

/s/ Steve W. Berman  
Steve W. Berman

UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS

NEW ENGLAND CARPENTERS HEALTH  
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FIRST DATABANK, INC., a Missouri  
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Defendants

Case No. 1:05-CV-11148-PBS

**[PROPOSED] ORDER GRANTING PLAINTIFFS' MOTION FOR LEAVE TO FILE  
UNDER SEAL**

THIS MATTER is before the Court on plaintiffs' motion for leave to file under seal. The Court, having considered all pleadings in support and in opposition thereto, and being fully advised in the premises, hereby

GRANTS plaintiffs' motion for leave to file under seal the following items:

1. Plaintiffs' Memorandum in Support of Plaintiffs' Motion for Class Certification;
2. Declaration of Steve W. Berman in Support of Plaintiffs' Motion for Class Certification and Motion for Leave to File First Amended Complaint;
3. Plaintiffs' Memorandum in Support of Motion for Leave to File First Amended Complaint; and

4. First Amended Complaint.

IT IS SO ORDERED.

DATED: \_\_\_\_\_

\_\_\_\_\_  
Hon. Patti B. Saris  
United States District Court Judge

**CERTIFICATE OF SERVICE**

I hereby certify that a true copy of the above document was served upon the attorney of record for each other party through the Court's electronic filing service on July 17, 2006.

/s/ Steve W. Berman

Steve W. Berman